

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

In re:	)	Chapter 11
	)	
AcuSport Corporation,	)	Case No. 18-52736
	)	
Debtor.	)	Honorable John E. Hoffman, Jr.

**NOTICE OF CLOSING OF SALE OF CERTAIN OF DEBTOR'S ASSETS AND  
ASSUMPTION AND ASSIGNMENT OF CERTAIN  
UNEXPIRED LEASES AND EXECUTORY CONTRACTS PURSUANT THERETO**

**PLEASE TAKE NOTICE** that on June 28, 2018, the United States Bankruptcy Court for the Southern District of Ohio (the “**Court**”) entered the *Order (I) Approving and Authorizing Sale of Certain of Debtor’s Assets Pursuant to Successful Bidder’s Asset Purchase Agreement, Free and Clear of All Liens, Claims, Encumbrances and Other Interests; (II) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto; and (III) Granting Related Relief* [Dkt. No. 230] (the “**Sale Order**”), which, among other things: (i) authorized the sale of certain of the assets of AcuSport Corporation, the debtor and debtor in possession (“**Debtor**”), free and clear of liens, claims, encumbrances, and other interests (the “**Sale**”), to Ellett Brothers, LLC (“**Buyer**”); (ii) approved the assumption and assignment of certain executory contracts and unexpired leases related to such Sale and resolved all objections related thereto, including with respect to proposed cure amounts; and (iii) granted certain other and further relief as set forth therein.

**PLEASE TAKE FURTHER NOTICE** that Debtor and Buyer consummated the transactions authorized by the Sale Order (the “**Closing**”) on June 29, 2018 (the “**Closing Date**”).

**PLEASE TAKE FURTHER NOTICE** that, effective on the Closing Date as of the Closing of the Sale, and in accordance with the Sale Order, Debtor has assumed and assigned to Buyer the executory contracts and unexpired leases set forth on Exhibit 1 hereto (each, an “**Assigned Contract**”). In addition, the cure amounts, if any, authorized to be paid in satisfaction of all amounts and obligations due and owing under each Assigned Contract by Debtor pursuant to the Sale Order, including any monetary defaults and compensation for pecuniary losses, are set forth on Exhibit 1.

Date: July 2, 2018

Respectfully submitted,

/s/ Thomas R. Allen

Thomas R. Allen (0017513)  
Richard K. Stovall (0029978)  
J. Matthew Fisher (0067192)  
Erin L. Gapinski (0084984)  
ALLEN KUEHNLE STOVALL & NEUMAN LLP  
17 South High Street, Suite 1220  
Columbus, Ohio 43215  
Tel: (614) 221-8500  
allen@aksnlaw.com  
stovall@aksnlaw.com  
fisher@aksnlaw.com  
gapinski@aksnlaw.com

*Local Counsel for Debtor and  
Debtor in Possession, AcuSport Corporation*

**BRYAN CAVE LEIGHTON PAISNER LLP**

Jason J. DeJonker, admitted *pro hac vice*  
161 N. Clark Street, Suite 4300  
Chicago, IL 60601  
Tel: (312) 602-5000  
jason.dejonker@bclplaw.com

and

Cullen Kuhn, admitted *pro hac vice*  
One Metropolitan Square  
211 North Broadway, Suite 3600  
St. Louis, MO 63102  
Tel: (314) 259-2000  
ckkuhn@bclplaw.com

*Counsel for Debtor and  
Debtor in Possession, AcuSport Corporation*

**EXHIBIT 1**

Assigned Contract or Lease	Name And Contact Information Of Counterparty	Cure Amount
Lease Agreement dated April 9, 2007, by and between AcuSport Corporation, as lessee, and West River Business Park Partnership, LLC, as successor in interest to WestPath LLP, as lessor, as amended by: (a) that certain First Amendment to Lease dated June 25, 2012, (b) that certain Second Amendment to Lease dated March 2, 2015, (c) that certain Third Amendment to Lease dated May 8, 2016, and (d) that certain Fourth Amendment to Lease dated May 24, 2017, of commercial real property located at 417 Great Oak Dr., Waite Park, Minnesota	<p>West River Business Park Partnership LLP 800 Industrial Dr South Ste 206 Sauk Rapids, MI 56379</p> <p>West River Business Park LLC 800 Industrial Dr South STE 206 Sauk Rapids, MN 56379</p> <p>West River Business Park Partnership 800 Industrial Dr South Ste # 206 Sauk Rapids, MN 56379</p>	\$0
Industrial Lease Agreement dated February 1, 2007, by and between AcuSport Corporation, as tenant, and Colfin 2017-10 Industrial Owner, LLC, successor in interest to TPRF III/Central Valley Industrial, LLC, as landlord, as amended by: (a) that certain First Amendment to Lease dated April 1, 2012, (b) that certain Second Amendment to Lease dated April 24, 2015, and (c) that certain Third Amendment to Lease dated January 8, 2018, of commercial real property located at 3015 South 1030 West, Salt Lake City, Utah	<p>Colfin Cobalt I-II Owner LLC Asset Manager 13727 Noel Rd STE 750 Dallas TX 75240</p> <p>Colfin 2017-10 Industrial Owner LLC P.O. Box 209263 Austin, TX 78720-9263</p>	\$6,407.90
Software License and Maintenance Agreement by and between AcuSport Corporation and Chrono-Logic Services Conseils en Informatique Inc. ("Chrono-Logic"). Invoice 99575 from Chrono-Logic, dated May 15, 2017	<p>Chrono-Logic 520 St-Pierre St-Roch-De-Richelieu, QC J0L 2mo Canada</p> <p>Chronologic 1100 Boule Cemazie Ste 600 Montreal, QC H2p 2x2 Canada</p>	\$0
Signed Agreement by and between Dematic Corp. and AcuSport Corporation. Invoice No. 900929948, dated January 30, 2018, from Dematic Corp. Agreement Change Order, dated May 30, 2017, by and between Dematic Corp. and AcuSport Corporation. Agreement relating to Project No. 124848 Rev B, dated July 10, 2013, by and between Dematic Corp. and AcuSport Corporation. Service Agreement No. 137412 Rev D, relating to Dematic Managed Services Program Proposal dated January 30, 2017, by and between Dematic Corp. and AcuSport Corporation.	<p>Dematic Corp. 507 Plymouth Ave NE Grand Rapids, MI 49505</p> <p>Dematic Corp. 684125 Network Pl Chicago, IL 60673-1684</p>	\$77,410.90

Task Order by and between AcuSport Corp. and EAE Global Technologies, dated as of April 26th, 2016	EAE Global Technologies 4218 Scenic Valley LN Sugar Land, TX 77479	\$12,000
Agreement, dated as of August 18, 2014, by and between AcuSport Corporation and eComSystems, Inc., relating to the "Customer Link Exchange." For the avoidance of doubt, the adVantage AdStudio and AdViewer Software Hosting Agreement is not being assigned to Buyer. Invoice No. LIC-18139, dated March 1, 2018, by and between eComSystems, Inc. and AcuSport Corporation (partial).	eComSystems, Inc 8237 Vicela Dr. Sarasota, FL 34240  eComSystems, Inc 5621 Strand Blvd Ste 211 Naples FL 34110  eComSystems, Inc P.O. Box 112575 Naples, FL 34108	\$43,750.00
HelpSystems, LLC (Customer Number 00039641) Software License and Services Agreement, undated, by and between HelpSystems, LLC and AcuSport Corporation. Invoice No. V0000049825, dated November 4, 2017. Invoice No. V0000037152, dated July 2, 2017. Invoice No. V0000054694, dated December 2, 2017. Invoice No. V000039146, dated August 6, 2017.	Help Systems Inc. NW 5955 P.O. Box 1450 Minneapolis, MN 55485-5955  HelpSystems, LLC 6455 City West Pkwy Eden Prairie, MN 55344	\$0
IBM (Customer Number 0041052-00) Invoice No. 8784612 for Distributed Software, dated March 14, 2017, from IBM Corporation.	IBM 1 New Orchard Rd. Armonk, NY 10504  IBM P.O. Box 643600 Pittsburgh, PA 15264-3600  IBM Corporation 3039 E Cornwallis Rd. Rsrch Tri Pk, NC 27709	\$0
Information Builders Contract Nos. 613P.01 – Acusport Corp, 613P.02 – Acusport Corp, 613P.03 – Acusport Corp, 613P.04 – Acusport Corp, 613P.05 – AcuSport Corporation Master Software License Agreement for IBI System Program Products dated December 31, 2006 between AcuSport Corporation and Information Builders, Inc., as modified by (a) that certain One-Time License Rider dated as of December 31, 2006; (b) that certain One-Time License Rider dated as of March 12, 2012; and (c) that certain One-Time License Rider dated as of April 30, 2015. Invoice No. 1122727, dated November 10, 2017.	Information Builders Inc. Two Penn PLZ New York, NY 10121-2898  Information Builders Inc. P.O. Box 360604 Pittsburgh, PA 15251-6604	\$0

JDA Software Inc. <ul style="list-style-type: none"> <li>Schedule 3-A Dated 27 June 2006 For Advanced Warehouse Replenishment, Planning, Booking, Online Forward Buy, and Projections</li> <li>Schedule 1-A Dated 31 March 2003 For Client Server User Interface</li> <li>Schedule 2-A Dated 28 December 2004 For Overstock Transfer</li> <li>Schedule 3-A Dated 27 June 2006 For Export Report to Excel</li> <li>Invoice No. 180205910, dated April 2, 2018.</li> </ul>	JDA Software Group Inc. 15059 N Scottsdale Rd STE 400 Scottsdale, AZ 85254	\$1,632
Lansa – Maintenance Services Invoice No. INV002893 Dated March 15, 2018	Lansa 6762 Eagle Way Chicago, IL 60678  Lansa Inc. 2001 Butterfield Road Suite 102 Downers Grove, IL 60515	\$3,204
Lansa – Maintenance Services Invoice No. 0042527 Dated May 11, 2017	Lansa 6762 Eagle Way Chicago, IL 60678  Lansa Inc. 2001 Butterfield Road Suite 102 Downers Grove, IL 60515	\$1,475
Software License, Services, Support and Enhancements Agreement by and between AcuSport Corporation and Manhattan Associates, Inc. dated as of March 11, 2013 Manhattan Associates Invoice No. 374532	Manhattan Associates, Inc. P.O. Box 405696 Atlanta, GA 30384-5696  Manhattan Associates, Inc 2300 Windy Ridge Pkwy 10th Fl Atlanta, GA 30339	\$972.73  \$95,968.59
Guaranteed Maintenance Agreement dated as of April 14, 2017 by and between AcuSport Corporation and Modern Office Methods	Modern Office Methods 4747 Lake Forest Dr. Cincinnati, OH 45242	\$0
Service Agreement 12894 by and between Service Express, Inc. and AcuSport Corporation dated as of September 1, 2017	Service Express Inc. 3854 Broadmoor Ave. SE Grand Rapids, MI 49512	\$0

Services Agreement by and between AcuSport Corporation and ToolBox Solutions Inc. (SPS Commerce)	<p>SPS Commerce Canada Ltd 44 Peel Centre Dr Ste 300 Brampton, ON L6t 45b Canada</p> <p>SPS Commerce Inc P.O. Box 205782 Dallas, TX 75320-5782</p> <p>Toolbox Solutions Inc. Suite #2, 126 Devon Rd Brampton, Ontario L6T 5B3 Canada Attn: Marenos Papadopoulos, General Manager</p>	\$2,815
Third Party Software Order Form No. 1 made as of October 1, 2016 between Stibo Systems, Inc. and AcuSport Corporation pursuant to the Software License and Services Agreement executed on March 26, 2006. Order Form made as of January 23, 2017 between Stibo Systems Inc. and AcuSport Corporation pursuant to the Stibo Software License and Services Agreement executed on April 3, 2006. Invoice No. 61408566 (Subscription No. 6160002 – STEP Support Fee), dated January 5, 2018, from Stibo Systems Inc.	<p>Stibo Systems Inc. 3550 George Busbee Pkwy NW Suite 350 Kennesaw, GA 30144</p>	\$22,781
TAA Tools Inc. Account No. 0128527 Invoice No. 4704201, dated March 1, 2018, from TAA Tools, Inc. Software License Agreement by and between TAA Tools, Inc. and AcuSport Corporation.	<p>TAA Tools Inc 2660 Superior Dr NW STE 101 Rochester, MN 55901-8383</p>	\$1,285
Vanguard Systems, Inc. Invoice No. 10930 dated July 5, 2017 Software License Agreement, dated May 15, 2010, by and between Vanguard Systems, Inc. and AcuSport Corporation. Support Agreement, dated May 15, 2010, by and between Vanguard Systems, Inc. and AcuSport Corporation	<p>Vanguard Systems Inc 2901 Dutton Mill Rd STE 220 Aston PA 19014</p>	\$0
Equipment Lease Agreement by and between AcuSport Corporation and Wells Fargo Financial Leasing, Inc. dated as of April 14, 2017.	<p>Wells Fargo Financial Leasing, Inc. 800 Walnut, 4th Floor Des Moines, Iowa 50309</p>	\$0
License Agreement by and between AcuSport Corporation and Easy Metrics Inc. (Labor Management System License)	<p>Easy Metrics Inc 371 NE Gilman Blvd Issaquah, WA 98027</p>	\$0
Contract Agreement, dated February 21, 2017 (as amended by Addendum dated August 1, 2017), by and between Genric Inc. and AcuSport Corporation. Contract for the Supply of Security Services, dated March 6, 2018, by and between Genric Inc. and AcuSport Corporation. Invoice No. ACUSP057, dated May 14, 2018, from Genric Inc.	<p>Genric Inc. 433 Allenby Drive Marysville, OH 43040</p>	\$0